

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicants:	YIN L. CHEUNG AND MICHAEL J. ZEITLIN	§	
		§	Attorney Docket No.: MGER.71492
Serial No.:	09/119,635	§	
		§	
Filing Date:	JULY 21, 1998	§	Art Unit: 2671
		§	
For:	SYSTEM AND METHOD FOR ANALYZING AND IMAGING THREE-DIMENSIONAL VOLUME DATA SETS USING A THREE-DIMENSIONAL SAMPLING PROBE	§	Examiner: Almis R. Jankus
		§	
		§	
		§	

INVENTOR STATEMENT

I, Mark Acosta, am an inventor for the above-referenced invention. My name is not on the original joint declaration required under 37 C.F.R. § 1.63 filed July 21, 1998. This error in inventorship occurred without deceptive intention.

Date

7/7/2003SignatureMark AcostaPrinted NameMark AcostaTitleSr. Technical Advisor

DECLARATION AND POWER OF ATTORNEY FOR PATENT APPLICATION

As a below named inventor, I hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name. I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled "**SYSTEM AND METHOD FOR ANALYZING AND IMAGING THREE-DIMENSIONAL VOLUME DATA SETS USING A THREE-DIMENSIONAL SAMPLING PROBE,**" the specification of which is attached hereto unless the following box is checked:

was filed on July 21, 1998 as United States Application Number or PCT International Application Number 09/119,635, and was amended on April 3, 2001 and September 20, 2001 (if applicable).

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in 27 CFR § 1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT International application which designated at least one country other than the United States, listed below and have also identified below by checking the box, any foreign application for patent or inventor's certificate, or PCT International application having a filing date before that of the application on which priority is claimed.

PRIOR FOREIGN APPLICATION(S)

APPLICATION NUMBER	COUNTRY	DAY/MONTH/YEAR FILED

Priority
Not Claimed

I hereby claim the benefit under 35 U.S.C. § 119(e) of any United States provisional application(s) listed below.

APPLICATION SERIAL NO.	FILING DATE

I hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s) or § 365(c) of any PCT International application designating the United States, listed below and insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of 35 U.S.C. § 112, I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR § 1.56 which became available between the filing date of the prior application and the national or PCT International filing date of this application.

APPLICATION SERIAL NO.	FILING DATE	STATUS-PATENTED, PENDING, ABANDONED

I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

William B. Kircher, Reg. No. 22,481; Joseph B. Bowman, Reg. No. 25,807; Peter W. Gowdey, Reg. No. 25,872; Richard R. Johnson, Reg. No. 27,452; Walter R. Brookhart, Reg. No. 29,518; Joan Optican Herman, Reg. No. 31,968; Michael B. Hurd, Reg. No. 32,241; Patrick A. Lujin, Reg. No. 35,260; Scott D. Balderston, Reg. No. 35,436; Michael J. Gross, Reg. No. 35,528; William P. Jensen, Reg. No. 36,833; Kerry H. Owens, Reg. No. 37,412; Daniel W. Shinn, Reg. No. 40,810; B. Trent Webb, Reg. No. 40,865; Scott B. Strohm, Reg. No. 42,172; Clinton G. Newton, Reg. No. 42,930; John K. Hsu, Reg. No. 45,563; Dennis Danella, Reg. No. 46,653; Greg S. Donahue, Reg. No. 47,531; Justin Krieger, Reg. No. 47,719; Marshall Honeyman, Reg. No. 48,114; Bart A. Starr, Reg. No. 48,386; Jean M. Dickman, Reg. No. 48,538; Eric A. Buresh, Reg. No. 50,394; Christopher J. Eaton, Reg. No. 51,143; Jesse J. Camacho, Reg. No. 51,258; Adam P. Seitz, Reg. No. 52,206; and Bethew B. (Bert) Jennings III, Reg. No. 44,171.

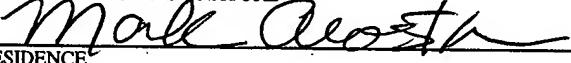
DECLARATION AND POWER OF ATTORNEY FOR PATENT APPLICATION

Address all correspondence to: William P. Jensen
 Shook, Hardy & Bacon, L.L.P.
 600 Travis, Suite 1600
 Houston, Texas 77002-2911
 Tel.: (713) 546-5671
 Fax: (713) 227-9508

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

FULL NAME OF THIRD JOINT INVENTOR, IF ANY (given name, family name) Yin L. CHEUNG	
THIRD INVENTOR'S SIGNATURE	DATE SIGNED
RESIDENCE	CITIZENSHIP
POST OFFICE ADDRESS	United States

FULL NAME OF THIRD JOINT INVENTOR, IF ANY (given name, family name) Michael J. ZEITLIN	
THIRD INVENTOR'S SIGNATURE	DATE SIGNED
RESIDENCE	CITIZENSHIP
POST OFFICE ADDRESS	United States

FULL NAME OF THIRD JOINT INVENTOR, IF ANY (given name, family name) Mark ACOSTA	
THIRD INVENTOR'S SIGNATURE 	DATE SIGNED 7/15/2003
RESIDENCE 2777 Woodland Park Drive, #154, Houston, Texas 77082	CITIZENSHIP United States
POST OFFICE ADDRESS 2777 Woodland Park Drive, #154, Houston, Texas 77082	

Combined Declaration and Power of Attorney for Patent Application

As a below named inventor, I hereby declare that:

Docket Number: 06950.0098.US00

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter that is claimed and for which a patent is sought on the invention entitled System and Method for Analyzing and Imaging Three-Dimensional Volume Data Sets Using a Three-Dimensional Sampling Probe, the specification of which is attached hereto unless the following box is checked:

was filed on _____; as United States Application Number or PCT International Application Number _____; and was amended on _____ (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information that is material to patentability as defined in 37 C.F.R. § 1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT international application, which designated at least one country other than the United States listed below, and have also identified below any foreign application for patent or inventor's certificate, or PCT international application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application(s)	Priority Claimed	
<input type="checkbox"/> Yes <input type="checkbox"/> No		
(Application No.)	(Country)	(Day/Month/Year Filed)
(Application No.)	(Country)	(Day/Month/Year Filed)

I hereby claim the benefit under 35 U.S.C. § 119(e) of any United States provisional application(s) listed below.

(Application No.)	(Filing Date)
(Application No.)	(Filing Date)

I hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s), or under § 365(c) of any PCT international application designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT international application in the manner provided by the first paragraph of 35 U.S.C. § 112, I acknowledge the duty to disclose information that is material to patentability as defined in 37 C.F.R. § 1.56 that became available between the filing date of the prior application and the national or PCT international filing date of this application.

(Application No.)	(Filing Date)	(Status - patented, pending, abandoned)
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(Application No.)	(Filing Date)	(Status - patented, pending, abandoned)
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I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Henry H. Gibson, Reg. No. 28,951

Harold J. Delhommer, Reg. No. 29,525

Andrea G. Reister, Reg. No. 36,253
Michael J. Bell, Reg. No. 39,604
Mark R. Buscher, Reg. No. 35,006

Richard H. Kjeldgaard, Reg. No. 30,186
Alan M. Grimaldi, Reg. No. 26,599
Rouget F. Henschel, Reg. No. 39,221

Send Correspondence to:

Andrea G. Reister

HOWREY & SIMON

Box No. 34

1299 Pennsylvania Avenue, N.W.

Washington, D.C. 20004-2402

Facsimile: (202) 383-7195

Direct Telephone Calls to: (202) 783-0800

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole or first inventor Yin L. Cheung	
<input checked="" type="checkbox"/> Inventor's signature	<i>Yin L. Cheung</i>
<input checked="" type="checkbox"/> Residence	<i>Sugar Land, Texas</i>
<input checked="" type="checkbox"/> Citizenship	<i>U.S.A.</i>
Post Office Address c/o Texaco Inc., E&P Technology Department, 3901 Briarpark, Houston, Texas 77042-5301	

Full name of sole or first inventor Michael J. Zeitlin	
Inventor's signature	Date
Residence	
Citizenship	
Post Office Address c/o Texaco Inc., E&P Technology Department, 3901 Briarpark, Houston, Texas 77042-5301	

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Prior Foreign Application(s)	Priority Claimed
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Yes No

(Application No.)	(Country)	(Day/Month/Year Filed)
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Yes No

(Application No.)	(Country)	(Day/Month/Year Filed)
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(Application No.)	(Filing Date)
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Full name of sole or first inventor Yin L. Cheung	
Inventor's signature	Date
Residence	
Citizenship	
Post Office Address c/o Texaco Inc., E&P Technology Department, 3901 Briarpark, Houston, Texas 77042-5301	

Full name of sole or first inventor Michael J. Zeitlin	
Inventor's signature	<i>Michael J. Zeitlin</i>
Date	<i>15 July 98</i>
Residence	<i>Houston, Texas</i>
Citizenship	<i>U.S.A.</i>
Post Office Address c/o Texaco Inc., E&P Technology Department, 3901 Briarpark, Houston, Texas 77042-5301	

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Magic Earth, Inc.

Application No.

Filed Date: Concurrently Herewith

Entitled: System and Method for Analyzing and Imaging Three-Dimensional Volume Data Sets Using A Three-Dimensional Sampling Probe

Magic Earth, Inc.,
(Name of Assignee)

a corporation
(Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

1. The assignee of the entire right, title, and interest; or
2. An assignee of less than the entire right, title and interest. The extent (by percentage of its ownership interest is _____ % in the patent application/patent identified above by virtue of either:
A. An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at _____, or for which a copy thereof is attached.

Or

B. A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: Cheung, Yin and Zeitlin, Michael To: Texaco Inc.

The document was recorded in the United States Patent and Trademark Office at
Reel 9337, Frame 0743

Or for which a copy thereof is attached.

2. From: Texaco, Inc. To: Magic Earth, LLC

The document was recorded in the United States Patent and Trademark Office at
Reel 010656, Frame 0849

Or for which a copy thereof is attached.

3. From: Magic Earth, LLC To: Magic Earth, Inc.

The document was recorded in the United States Patent and Trademark Office at
Reel 013810, Frame 0229

Or for which a copy thereof is attached.

4. From: Acosta, Mark To: Magic Earth, Inc.

The document was recorded in the United States Patent and Trademark Office at
Reel 013809, Frame 0011

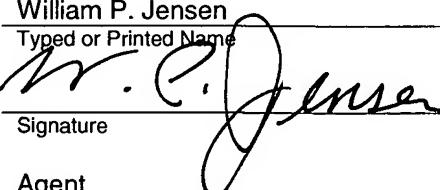
Or for which a copy thereof is attached.

Additional documents in the chain of title are listed on a supplemental sheet.

Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

3/23/04	William P. Jensen
Date	Typed or Printed Name
(713) 227-8008	
Telephone Number	Signature
	Agent
	Title



Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

OCTOBER 09, 1998

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ANDREA G. REISTER
BOX NO. 34
1299 PENNSYLVANIA AVE., N.W.
WASHINGTON, D.C. 20004-2402

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HOWREY & SIMON

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION
OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS
AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER
REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE
INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA
PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD
FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY
CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.
PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE,
ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY,
SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/21/1998

REEL/FRAME: 9337/0743
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNEE'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNEE:

CHEUNG, YIN L.

DOC DATE: 07/15/1998

ASSIGNEE:

ZEITLIN, MICHAEL J.

DOC DATE: 07/15/1998

ASSIGNEE:

TEXACO INC. AND TEXACO DEVELOPMENT
CORPORATION
2000 WESTCHESTER AVENUE
WHITE PLAINS, NEW YORK 10650-0001

SERIAL NUMBER: 09119635

FILING DATE: 07/21/1998
ISSUE DATE:

PATENT NUMBER:

ANTIONE ROYALL, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

IN CONSIDERATION of the payment to each of us of Three Hundred Dollars, the receipt of which is hereby acknowledged, and for other good and valuable consideration,

I, Yin L. Cheung Of Sugar Land
in the County of Fort Bend And State of Texas

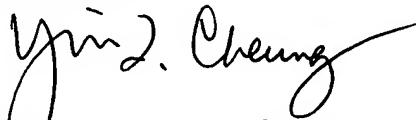
hereby sell and assign to **TEXACO INC.**, a corporation of the State of Delaware, having a place of business at 2000 Westchester Avenue, White Plains, New York 10650-0001, U.S.A., its successors and assigns, the entire right, title and interest in and to my invention relating to System and Method for Analyzing and Imaging Three-Dimensional

Volume Data Sets Using a Three-Dimensional Sampling Probe

D# TD# 98011

in and for the territory of the United States of America, and I hereby assign to **TEXACO INC.** the application for United States patent therefor executed concurrently herewith, and all United States patents granted therefor and all divisions, reissues, continuations and extensions thereof, and I hereby sell and assign to **TEXACO DEVELOPMENT CORPORATION**, a corporation of the State of Delaware, having a place of business at 2000 Westchester Avenue, White Plains, New York 10650-0001, U.S.A., its successors and assigns, the entire right, title and interest in and to the said invention in and for all countries foreign to the United States of America, and I hereby covenant that I have full right so to do, and I agree that I will sign all lawful papers, execute all divisional, continuation and reissue applications, authorizations, assignments, and application papers, make all rightful declarations, affirmations, and oaths and generally do everything possible to aid said **TEXACO INC.**, its successors, assigns and nominees, and said **TEXACO DEVELOPMENT CORPORATION**, its successors, assigns and nominees, to obtain and enforce proper protection for said invention in all countries throughout the world.

Inventor's Signature (Full Name):



Yin
First Name

L.
Middle Name

Cheung
Last Name

15 July 98
Date

State of

Texas

County of

Harris

}

ss:

On this 15th day of July, 19 98, before me personally appeared

Yin L. Cheung to me known and known to me to be the individual who executed the foregoing instrument, and acknowledged that he executed the same.

Kaelleen B. Gough
Notary Public

IN CONSIDERATION of the payment to each of us of Three Hundred Dollars, the receipt of which is hereby acknowledged, and for other good and valuable consideration,

I, Michael J. Zeitlin
in the County of Harris

Of Houston
And State of TEXAS

hereby sell and assign to **TEXACO INC.**, a corporation of the State of Delaware, having a place of business at 2000 Westchester Avenue, White Plains, New York 10650-0001, U.S.A., its successors and assigns, the entire right, title and interest in and to my invention relating to System and Method for Analyzing and Imaging Three-Dimensional

Volume Data Sets Using a Three-Dimensional Sampling Probe

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Inventor's Signature (Full Name): Michael J. Zeitlin

Michael
First Name

J.
Middle Name

Zeitlin
Last Name

15 July 98
Date

State of

TEXAS

County of

Harris

}

ss:

On this 15th day of July, 19 98, before me personally appeared

Michael J. Zeitlin to me known and known to me to be the individual who executed the foregoing instrument, and acknowledged that he executed the same.

Kathleen B. Gaugh
Notary Public

MRO 07-21-9



To the Honorable Commissioner or Patent and Trademark Office

100778277

final documents or copy thereof.

100778277
09/119635
07/21/98
pro

1. Name of conveying party(ies):

Yin L. Cheung and Michael J. Zeitlin

Additional name(s) of conveying party(ies) attached? yes no

2. Name and address of receiving party(ies):

Name: Texaco Inc. and
Texaco Development Corporation

Street Address: 2000 Westchester Avenue

City: White Plains State: NY Zip Code: 10650-0001

Country: USA

Additional name(s) & address(es) attached? yes no

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 15, 1998

4. Application number(s) or patent number(s): 1

If this document is being filed together with a new application, the execution date of the application is July 15, 1998

A. Patent Application No(s). To be assigned

09/119635

B. Patent No(s).

Additional numbers attached?

 yes no

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: HOWREY & SIMON

Internal Address:

Street Address: Box No. 34
1299 Pennsylvania Ave, N.W.

City: Washington State: D.C. Zip Code: 20004-2402

6. Total number of applications and patents involved

1

7. Total fee (37 C.F.R. § 3.41).....\$ 40.00 Enclosed Authorized to be charged to Deposit Account

8. Deposit Account Number: 08-3038

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Andrea G. Reister
Andrea G. Reister
Registration No. 36,253

Signature

July 21, 1998

Date

Total number of pages including cover sheet, attachments and document 3

OMB NO. 0651-0011 (exp. 4/94)

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks, Box Assignments
 Washington, D.C. 20231

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09/119635
07/21/98

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1
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UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

MAY 26, 2000

PTAS

SHOOK, HARDY & BACON LLP
WILLIAM P. JENSEN
600 TRAVIS STREET
SUITE 1600
HOUSTON, TX 77002-2911



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RECORDATION DATE: 03/13/2000

REEL/FRAME: 010656/0849
NUMBER OF PAGES: 12

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

TEXACO, INC.

DOC DATE: 12/17/1999

ASSIGNOR:

TEXACO DEVELOPMENT CORP.

DOC DATE: 12/17/1999

ASSIGNEE:

MAGIC EARTH, L.L.C.
10201 WESTPARK
HOUSTON, TEXAS 77042

SERIAL NUMBER: 09119635
PATENT NUMBER:

FILING DATE: 07/21/1998
ISSUE DATE:

STEVEN POST, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

RECEIVED

6-5-00

SHOOK, HARDY & BACON

MGER. 71492



FORM PTO-1595

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PATENTS ONLY

FET

U.S. DEPT. OF COMMERCE
PATENT AND TRADEMARK OFFICE

To The Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Texaco, Inc. and Texaco Development Corp.

Additional name(s) of conveying party(ies) attached?
 Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: 12/17/99

2. Name and address of receiving party(ies):

Name: Magic Earth, L.L.C.

Internal Address:

Street Address: 10201 Westpark

City: Houston

State: Texas

Zip: 77042

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s): 09/119,635

B. Patent No.(s):

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: William P. Jensen

Internal Address: Shook, Hardy & Bacon L.L.P.
Chase Tower

Street Address: 600 Travis Street, Suite 1600

City: Houston

State: Texas

Zip: 77002-2911

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$40.00

 Enclosed Authorized to be charged to deposit account

8. Deposit Account No.: 19-2112

(Attach duplicate copy of this page if paying by deposit account)

04/07/2000 JSHABAZZ 00000163 09119635

01 FC:581

10.00 0P

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Name of person signing William P. Jensen

Signature *W. P. Jensen*

Date

3/6/00

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks, Box Assignments

Washington, D.C. 20231

EXHIBIT C

PATENT ASSIGNMENT

This Patent Assignment of United States Patents is made effective as of December 17, 1999 (the "Effective Date") between Texaco Inc. and Texaco Development Corp. (collectively "Assignors"), Delaware corporations, whose address for purposes hereof is 2000 Westchester Avenue, White Plains, New York 10650, and Magic Earth, L.L.C., a Delaware limited liability company having a principal place of business at 12560 Old Oaks, Houston, Texas 77024 ("Assignee");

WHEREAS, Assignors have developed and are the owner of the patent listed on the attached Schedule A (hereinafter referred to as the "Patent Rights"), which is United States Patent Application Serial No. 09/119,635, filed July 21, 1998.

WHEREAS, Assignors and their affiliates and Assignee have entered into a transaction comprised of multiple Project Agreements as defined in the Master Agreement entered between the parties on the Effective Date;

WHEREAS, the execution and delivery of this Patent Assignment is a condition to the consummation of the transactions contemplated by the Project Agreements; and

WHEREAS, Assignors have agreed to assign the Patent Rights to Assignee, and Assignee hereby accepts said Assignment;

NOW, THEREFORE, for and in consideration of ONE DOLLAR (\$1.00) and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignors have assigned, sold, transferred and conveyed and by these presents do assign, sell, transfer, and convey unto ASSIGNEE all rights, title and interests in and to:

- (a) the invention and worldwide rights therein;
- (b) the Patent Rights; and
- (c) all United States and foreign patents which may issue on the invention, and/or from the Patent Rights including all divisions,

continuations, continuations in part, reissues, renewals, extensions and substitutions thereof, for the United States, its territories and possessions and all foreign countries, including the right to file applications for Letters Patent on the invention in any and all foreign countries, the same to be held and enjoyed by ASSIGNEE, its assigns and successors, as fully and entirely as the same would have been held and enjoyed by Assignors had this Assignment not been made.

Assignors covenant and agree that they will exercise reasonable efforts to, upon the request and at the expense of ASSIGNEE, execute and deliver all papers and do all lawful acts that may be necessary or desirable, in the opinion of the ASSIGNEE to enable and assist ASSIGNEE to:

- (a) obtain Letters Patent, both domestic and foreign, on the invention;
- (b) establish, maintain and secure title in the ASSIGNEE, its successors and assigns, to the invention, application(s) and Letters Patent, including making such title of lawful public record; and
- (c) otherwise preserve the validity of the Letters Patent against any and all infringers, and perform such other acts that are necessary to give full force and effect to this Patent Assignment.

Assignors hereby authorize and request the Commissioner of Patents of the United States to issue all Letters Patent based on the Patent Rights and all divisions, continuations, continuations in part, reissues, renewals, extensions and substitutions thereof to ASSIGNEE, its successors and assigns.

IN WITNESS WHEREOF, Assignors have duly executed this Patent Assignment on the date opposite the signature below.

TEXACO INC.

By: Robert C. Sally

Name: ROBERT A. SOLARES

Title: VICE PRESIDENT

TEXACO DEVELOPMENT CORPORATION

By: Robert C. Sally

Name: ROBERT A. SOLARES

Title: VICE PRESIDENT

STATE OF TEXAS
COUNTY OF HARRIS

BEFORE me, the undersigned authority, on this day personally appeared Robert A. Solberg, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN under my hand and seal of office this 7th day of
DECEMBER, A.D. 1999.

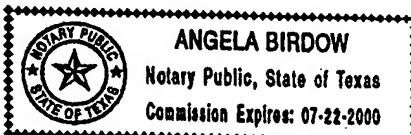


Angela Birdsong
Notary Public in and for the State of Texas

STATE OF TEXAS
COUNTY OF HARRIS

BEFORE me, the undersigned authority, on this day personally appeared Robert A. Solberg, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN under my hand and seal of office this 17th day of
DECEMBER A.D. 1999.



Angela Budson
Notary Public in and for the State of Texas

SCHEDULE A

Application

U.S. Patent Appln. Serial No. 09/119,635
filed July 21, 1998.

Invention

Computer Program known as Geoprobe

FORM PTO-1595

RECORDATION FORM COVER SHEET
PATENTS ONLYU.S. DEPT. OF COMMERCE
PATENT AND TRADEMARK OFFICE

To The Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

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Texaco, Inc. and Texaco Development Corp.

Additional name(s) of conveying party(ies) attached?
 Yes No

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Internal Address:

Street Address: 10201 Westpark

City: Houston

State: Texas

Zip: 77042

Additional name(s) & address(es) attached? Yes No

Execution Date: 12/17/99

3. Nature of Conveyance:

Assignment Merger

Security Agreement Change of Name

Other: _____

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s): 09/119,635

B. Patent No.(s): _____

Additional numbers attached? Yes No5. Name and address of party to whom correspondence concerning document should be mailed:

Name: William P. Jensen

Internal Address: Shook, Hardy & Bacon L.L.P.
Chase Tower

Street Address: 600 Travis Street, Suite 1600

City: Houston

State: Texas

Zip: 77002-2911

6. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41) \$40.00 Enclosed Authorized to be charged to deposit account8. Deposit Account No.: 19-2112

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Name of person signing William P. Jensen

Signature

Date

3/6/00

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks, Box Assignments

Washington, D.C. 20231



JULY 21, 2003

PTAS

UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

SHOOK, HARDY & BACON, L.L.P.
WILLIAM P. JENSEN
600 TRAVIS, SUITE 1600
HOUSTON, TX 77002

700036723A

700036723A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/17/2003

REEL/FRAME: 013810/0229
NUMBER OF PAGES: 6

BRIEF: CHANGE OF NAME (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

MAGIC EARTH, LL.C.

DOC DATE: 01/31/2001

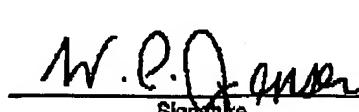
ASSIGNEE:

MAGIC EARTH, INC.
2000 WEST SAM HOUSTON PARKWAY
SOUTH
SUITE 750
HOUSTON, TEXAS 77042

SERIAL NUMBER: 09119635
PATENT NUMBER:

FILING DATE: 07/21/1998
ISSUE DATE:

MARY BENTON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

Form PTO-1595 (Fev. 10/02) OMB NO. 0651-0027 (exp. 6/20/2005)		Recordation Form Cover Sheet PATENTS ONLY	U. S. Department of Commerce U. S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.			
1. Name of conveying party(ies): Magic Earth, LLC. 2000 West Sam Houston Parkway South Suite 750 Houston, Texas 77042		2. Name and address of receiving party(ies) Name: Magic Earth, Inc. Internal Address: _____ _____ _____	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____		Street Address: 2000 West Sam Houston Parkway South Suite 750 Houston, Texas 77042	
Execution Date: January 31, 2001		Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is: _____			
A. Patent Application No(s): 09/119,635		B. Patent No(s): _____ _____ _____	
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: William P. Jensen Internal Address: _____ _____ _____		6. Total number of applications and patents involved: 1	
Street Address: Shook, Hardy & Bacon, L.L.P. 600 Travis, Suite 1600 Houston, TX 77002		7. Total fee (37 CFR 3.41) \$40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account	
8. Deposit account number: _____ 19-2112 _____			
DO NOT USE THIS SPACE			
9. Signature.			
William P. Jensen Name of Person Signing		 Signature	7/7/03 Date
Total number of pages including cover sheet, attachments, and documents: 6			

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MAGIC EARTH, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE NINTH DAY OF SEPTEMBER, A.D. 1999, AT 11 O'CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "MAGIC EARTH LLC" TO "MAGIC EARTH, INC.", FILED THE THIRTY-FIRST DAY OF JANUARY, A.D. 2001, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3094633 8100H
010078649

AUTHENTICATION: 0977152

DATE: 02-16-01

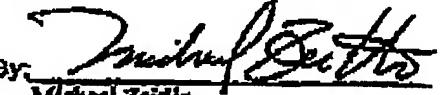
STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO
A CORPORATION PURSUANT TO SECTION
265 OF THE DELAWARE GENERAL
CORPORATION LAW

It is hereby certified that:

- 1.) The limited liability company (the "Limited Liability Company") is formed under the jurisdiction of the State of Delaware.
- 2.) The name of the Limited Liability Company immediately prior to filing this Certificate is Magic Earth LLC.
- 3.) The date the Limited Liability Company was first formed is September 9, 1999.
- 4.) The name of the corporation as set forth in the Certificate of Incorporation is Magic Earth, Inc.

The conversion herein certified has been approved in accordance with the provisions of Section 265 of the General Corporation Law of the State of Delaware.

Dated: January 31, 2001

By 
Michael Zeldin
President of Magic Earth LLC, and
President of Magic Earth, Inc.

430032

STATE OF DELAWARE
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 01/31/2001
010050209 - 3096613

**CERTIFICATE OF INCORPORATION
OF
MAGIC EARTH, INC.**

The undersigned, in order to form a corporation pursuant to the General Corporation Law of the State of Delaware, certifies:

SECTION ONE: NAME

The name of the corporation is **MAGIC EARTH, INC.** (the "Corporation").

SECTION TWO: REGISTERED OFFICER AND REGISTERED AGENT

The Registered Office of the Corporation in the State of Delaware is at 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware. The name of its Registered Agent at such address is The Corporation Trust Company.

SECTION THREE: PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware as presently in effect or as it may hereafter be amended.

SECTION FOUR: CAPITALIZATION

The total number of shares of stock which the Corporation shall have authority to issue is 1,000,000. All such shares are to be common stock par value of \$0.1 per share (the "Common Stock"), and there shall be no preferences, qualifications, limitations or restrictions whatsoever, nor any special or relative rights in respect of the shares except as may be provided herein.

SECTION FIVE: INCORPORATOR

The name and mailing address of the incorporator are Michael Zeldin, 2000 West Sam Houston Parkway South, Suite 750, Houston, Texas 77042, USA.

SECTION SIX: DIRECTORS

The following persons shall be the Directors of the Company to hold office until the first annual meeting of stockholders or until their respective successors are elected and qualified:

Michael Zeidin
Vic Cheung
Frank Ingiselli
Kurt Kornell
Steve Peacock
Mike Harper
William Jensen

SECTION SEVEN: WRITTEN BALLOT

Election of Directors of the Corporation need not be by written ballot unless the Bylaws so provide.

SECTION EIGHT: BYLAWS

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is authorized and empowered to make, alter, amend and repeal the Bylaws of the Corporation in any manner not inconsistent with the laws of the State of Delaware.

SECTION NINE: INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of the State of Delaware as presently in effect or as it may hereafter be amended, indemnify all persons whom it may indemnify pursuant thereto and advance expenses of litigation to Directors and Officers in accordance with the procedures and limitations set forth in the Bylaws of the Corporation.

SECTION TEN: DIRECTOR LIABILITY

To the fullest extent permitted by the General Corporation Law of the State of Delaware as presently in effect or as it may hereafter be amended, a Director of the Corporation shall not be liable to the Corporation or its stockholders (the "Stockholders") for monetary damages for breach of fiduciary duty as a Director.

**SECTION ELEVEN:
COMPROMISES OR ARRANGEMENTS WITH CREDITORS OR STOCKHOLDERS**

Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its Stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Corporation or of any creditor or Stockholder thereof or on the application of any receiver or receivers appointed for the Corporation under Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under Section 279 of Title 8 of the Delaware Code, order a meeting of the creditors or class of creditors, and/or of the Stockholders or class of Stockholders of the Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the Stockholders or class of Stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the Stockholders or class of Stockholders, of the Corporation, as the case may be, and also on the Corporation.

SECTION TWELVE: AMENDMENT OF CERTIFICATE

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on Stockholders, Directors and Officers are subject to this reserved power.

SECTION THIRTEEN: EFFECTIVE DATE

The effective date of this Certificate of Incorporation is the 31st day of January, 2001.

IN WITNESS WHEREOF, this Certificate of Incorporation is executed this 31st day of January, 2001.

Michael Zettlin
Michael Zettlin
SOLE INCORPORATOR



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JULY 18, 2003

PTAS

SHOOK, HARDY & BACON, L.L.P.
WILLIAM P. JENSEN
600 TRAVIS, SUITE 1600
HOUSTON, TX 77002

700036722A

700036722A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/17/2003

REEL/FRAME: 013809/0011
NUMBER OF PAGES: 5

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

ACOSTA, MARK

DOC DATE: 07/15/2003

ASSIGNEE:

MAGIC EARTH, INC.
2000 WEST SAM HOUSTON PARKWAY
SOUTH
SUITE 750
HOUSTON, TEXAS 77042

SERIAL NUMBER: 09119635
PATENT NUMBER:

FILING DATE: 07/21/1998
ISSUE DATE:

MARGARET LASALLE, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

Form PTO-1698
(Rev. 10/02)
OMB NO. 0651-0027 (exp. 6/30/2005)

Recordation Form Cover Sheet
PATENTS ONLY

U. S. Department of Commerce
U. S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Mark Acosta
2777 Woodland Park Drive #154
Houston, Texas 77082

2. Name and address of receiving party(ies)

Name: Magic Earth, Inc.

Internal Address: _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Street Address: 2000 West Sam Houston Parkway South
Suite 750
Houston, Texas 77042

Additional name(s) & address(es) attached? Yes No

Execution Date: July 15, 2003

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____
A. Patent Application No(s).: 09/119,635

B. Patent No(s).: _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: William P. Jensen

Internal Address: _____

6. Total number of applications and patents involved: 1

Street Address: Shook, Hardy & Bacon, L.L.P.
600 Travis, Suite 1600
Houston, TX 77002

7. Total fee (37 CFR 3.41) \$40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

19-2112

9. Signature.

William P. Jensen

W. P. Jensen

7/17/03

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and documents: 3

60-1 192-112 091119635

71492

ASSIGNMENT

WHEREAS, MARK ACOSTA ("ASSIGNOR") is a joint inventor of the "System and Method for Analyzing and Imaging Three-Dimensional Volume Data Sets Using A Three-Dimensional Sampling Probe" application for United States Letters Patent submitted July 21, 1998 and given Serial Number 09/119,635;

WHEREAS, MAGIC EARTH, Inc., a Delaware corporation, having a place of business at 2000 West Sam Houston Parkway South, Suite 750, Houston, Texas 77042 ("ASSIGNEE"), is desirous of acquiring the entire right, title and interest in and to the aforesaid invention throughout the world, and all right, title and interest in, to and under any and all Letters Patent of the United States and all other countries throughout the world;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) to me in hand paid by ASSIGNEE and for other good and valuable considerations, the receipt of which is hereby acknowledged, I hereby sell, assign, transfer and set over to ASSIGNEE, all right, title and interest in and to the said invention throughout the world, and said application for U.S. Letters Patent, and any and all divisions, continuations, reexaminations and reissues thereof, and any and all Letters Patent of the United States and foreign countries which may be granted therefor, the same to be held and enjoyed by ASSIGNEE for its own use and benefit, and for the use and benefit of its successors, assigns, or other legal representatives, to the end of the term or terms for which said Letters Patent of the United States or foreign countries are or may be granted, reexamined or reissued, as fully and entirely as the same would have been held and enjoyed by me if this assignment and sale had not been made.

And I hereby authorize and request the Commissioner of Patents and Trademarks to issue any and all Letters Patent of the United States on said invention or resulting from said application and from any and all divisions, continuations, and reissues thereof, to ASSIGNEE, as assignee of my entire interest, and hereby covenant that I have the full right to convey the entire interest herein assigned, and that I have not executed and will not execute any agreement in conflict herewith.

And I further hereby covenant and agree that I will, at any time, upon request, execute and deliver any and all papers that may be necessary or desirable to perfect the title of said invention and to such Letters Patent as may be granted therefor, to ASSIGNEE, its successors, assigns, or other legal representatives and that if ASSIGNEE, its successors, assigns or other legal representatives shall desire to file any divisional or continuation applications or to secure a reexamination or reissue of such Letters Patent, or to file a disclaimer relating thereto, will upon request, sign all papers, make all rightful oaths and do all lawful acts requisite for the filing of such divisional or continuation application, or such application for reissue and the procuring thereof, and for the filing of such disclaimer, without further compensation but at the expense of said ASSIGNEE, its successors, or other legal representatives.

And I do further covenant and agree that I will, at any time upon request, communicate to ASSIGNEE, its successors, assigns or other legal representatives, such facts relating to said invention and Letters Patent or the file history thereof as may be known to me, and testify as to the same in any interference or other litigation when requested so to do, without further compensation but at the expense of said ASSIGNEE, its successors, or other legal representatives.

EXECUTED THIS 15th day of July, 2003.

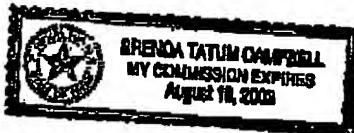
Mark Acosta
MARK ACOSTA

**STATE OF TEXAS
COUNTY OF HARRIS**

BEFORE ME, the undersigned authority, on this day personally appeared MARK ACOSTA, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND and seal of office this 25th day of July, 2003.

**NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS**



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